

WEST COAST CORRIDOR COALITION BYLAWS

Adopted August 16, 2006

ARTICLE 1. NAME AND PURPOSE

Section 1.1. Name

The Name of the entity is the West Coast Corridor Coalition ("the Coalition"). The Coalition is comprised of members from the states of Alaska, California, Oregon and Washington.

Section 1.2. Purpose

The purpose of the Coalition is to advance opportunities for collaborative solutions to transportation system challenges on the West Coast Corridor by:

- A. Developing and mutually supporting a roster of "projects of corridor significance" that serve the nation and the region.
- B. Sharing "best practices" in order to optimize the capacity and performance of the existing corridor system.
- C. Encouraging joint effort and effective cooperation among West Coast state, regional and local governments and the private sector.
- D. Advocating for financing options to fund transportation system improvements serving the interests of the Coalition, including both additional funding and regulator changes.

ARTICLE 2. CATEGORIES OF MEMBERSHIP

Section 2.1 Regular Members

Representatives of transportation system stakeholders including: federal, state and local government agencies and branches of government; public, non-profit and private associations; shipping businesses and businesses relying on freight movement.

Section 2.2 Associate Members

Individuals or representatives of entities that have an interest in the work of the Coalition but are not qualified for Regular Member status.

ARTICLE 3. BOARD

Section 3.1 Powers and Duties

The Board shall be the decision-making body for the West Coast Corridor Coalition. Its authority shall include but not be limited to approval of:

- A. Bylaws and other internal policies
- B. Public policy positions
- C. Annual budgets
- D. Research projects
- E. Supervision of staff/secretariat
- F. Nomination of officers

Section 3.2 Eligibility

Members of Board must be “Regular Members” as defined in Sections 2.1, above.

Section 3.3 Composition of State Delegations

Each of the States of Alaska, California, Oregon and Washington shall select five to ten persons to serve on the Board. Each state shall have the flexibility to determine the composition of its delegation, however, each state’s delegation should be structured to represent of the following transportation interests: trucking, rail, air, marine, freight dependent businesses, state departments of transportation, branches of state government, and Metropolitan Planning Organizations. When appropriate, a person may represent more than one of the named transportation interests.

Section 3.4 Term of Board Membership

There are no limits on the number of annual terms a person may serve on the Board. Annually, prior to the first Board meeting of the calendar year, each state shall select their delegation for that year, consistent with Section 3.3. The state will notify the Chair of the Board of their appointments. In the event an Board member resigns their appointment, that state’s remaining delegates shall select a replacement who shall serve for the remainder of the year. The state shall notify the Chair of the Board of the appointment, prior to the next Board meeting.

Section 3.5 Officers

1. Structure: The Board shall have four officers: a chair, a first vice-chair, a second vice-chair, and a third vice-chair.
2. Term: Officers shall be elected at the Board’s first meeting of each calendar year. The officers of the Coalition shall annually appoint a Fiscal Officer at the first Board meeting of each calendar year. There is no limit on the number of consecutive years an officer may serve.
3. Affiliation: One officer shall come from each of the four states. Each state delegation is responsible for nominating a person from that state to serve as an officer.
4. Vacancies: In the event that an officer must resign, the delegation of that state shall nominate a replacement. The replacement shall be voted on by the Board at the next regular meeting of the Board. The newly elected officer shall become the third vice-chair, and the other officers shall move up in office as appropriate.

Section 3.7 Meetings.

The Board shall meet once per calendar quarter. Locations of meetings shall rotate among the member States.

At the discretion of the Chair, General Sessions of members and interested parties may be convened from time to time.

A calendar of dates of the quarterly meetings shall be adopted at the first meeting of the Board of each calendar year.

With the concurrence of all the officers of the Board, the Chair may cancel a quarterly Board meeting. If at all possible, notice of such cancellation shall be provided 45 days in advance of the date of the cancelled meeting.

Section 3.8 Voting rights and regulations

1. Principle of consensus: The spirit and intent of the Coalition is to function on a consensus basis with broad support for all actions. This principle should guide discussion prior to Board voting. Whenever possible, consensus shall be sought on issues before the Coalition.
2. Voting: In the event that consensus cannot be reached, a vote shall be held. Each state delegation is allowed one vote. Time shall be allowed for state caucuses prior to a vote, if a caucus is requested. Three affirmative votes are necessary for passage of any motion before the Board.
3. Quorum: A quorum shall be established when there is at least one Board member present from each state. In the absence of one Board member from each state a meeting quorum is lost, even if one had previously been established. If a quorum is not present neither consensus, nor a vote shall be sought.

ARTICLE 4. EXECUTIVE COMMITTEE

Section 4.1. Membership

The four officers of the Coalition

Section 4.2 Authority

The Executive Committee shall be responsible for:

- A. Administrative Matters of a non-policy nature on behalf of the Board, including managing the work of the contracted staff of the Coalition, and
- B. Policy matters of the Coalition that must be acted upon between Board meetings. Such matters must receive an affirmative vote of all Executive Committee members to be approved and such actions shall be placed on the agenda of the next Board meeting for ratification. If such action is not affirmed by the Board, the Chair will take all steps possible to nullify the action of the Executive Committee.

Section 4.3 Quorum

A quorum shall consist of three of the Officers of the Coalition. Business of the Executive Committee can only be conducted when a quorum is present. Members may participate electronically.

ARTICLE 5. CHAIRS COMMITTEE

Section 5.1. Membership

The Committee shall consist of the four officers of the Coalition and the Chairs and/or Co-Chairs of all Standing committees.

Section 5.2 Authority

The Chairs Committee shall be responsible for:

- A. Developing and proposing to the Board an annual work program for the Coalition. The work program will include tasks of the Board and tasks of each committee for the year. The work program will be presented to the Board for adoption at the first meeting of the calendar year.
- B. Developing and proposing to the Board an annual budget for the Coalition. The budget will include revenue and expenditure proposals to carry out the work program, other activities and staffing of the Coalition.

Section 5.3 Quorum

A quorum shall consist of three of the Officers of the Coalition and a simple majority of the chairs or co-chairs of each standing committee. Business of the Chairs Committee can only be conducted when a quorum is present. Members may participate electronically

Section 5.4 Voting

Each of the officers of the Board have one vote, and each standing committee has one vote even if the standing committee has more than one chair.

ARTICLE 6. COMMITTEES

Section 6.1 Committee Formation, Intent and Dissolution

Committees can be formed on the basis of need. The Board may at any time form Standing or *ad hoc* committees to focus on specific issues and/or to advance specific policies and projects. The officers may form ad hoc committees to address specific issues between Board meetings. The purpose, term and outcomes of committees shall be determined by the Board or officers at the time a committee is established. The Board shall ratify the formation, purpose, term and outcomes of a committee established by the officers, at the next meeting of the Board. The Board, upon their own action or the recommendation of the officers, may dissolve any committee.

Section 6.2 Committee Chairs


Chairs of Standing Committees shall be selected by the Coalition officers. Chairs must be Board members.

Section 6.3 Committee Membership

Coalition members and non-members may be recruited by committee chairs for membership on their respective committees. Coalition members may volunteer for committee membership. Once appointed, the Board shall ratify committee membership.

Section 6.4 Initial Committee Structure

Through these bylaws, the Board approves the following roster of Standing Committees:

1.  Federal Strategy Committee: This Committee shall have lead responsibility in developing: (1) potential Coalition proposals for federal funding; (2) policy positions on transportation legislation; and (3) appropriate and effective

means of presenting Coalition proposals and positions to policy-makers, affected parties, and public constituencies.

2. Transportation Finance Committee: This Committee shall have lead responsibility in monitoring and developing a broad range of financing mechanisms and resources, including public-private and non-federal (regional, international) partnerships, to fund West Coast transportation infrastructure system requirements.
3. Goods Movement Committee: This Committee shall have lead responsibility in managing a public-private dialog that includes ports, Class I and short-line freight rail, trucking lines and associations, on capital investments and financing for the West Coast goods movement system.
4. ITS & System Operations Committee: This Committee shall have lead responsibility in managing a public-private dialog on operational improvements, including those required to meet security requirements while maintaining the velocity of trade, using ITS and logistics principles and tools.
5. Environment, Health & Safety Committee: This Committee shall have lead responsibility in monitoring developments and identifying emerging technologies that address the environmental and human health impacts of the transportation system, and placing the Coalition in a proactive position on mitigation strategies.
6. Energy Committee: This Committee shall have lead responsibility in monitoring developments and identifying emerging technologies that relate to energy supply, the transportation of energy by pipelines and other means, and the development of alternative sources of energy for transportation modes and systems.
7. Data & Communications Committee: This Committee shall have lead responsibility in directing a process of comprehensive data collection, rigorous analysis, and effective presentation of information that provides a compelling factual basis for the investment goals of the Coalition.
8. Coalition Administration Committee: This Committee shall be responsible for developing and implementing with Board approval, administrative processes, structures, operating principles and rules including the Coalition bylaws. Persons wishing amendment to the Coalition bylaws shall submit suggested wording to the committee for development of draft wording. The Committee shall provide draft wording of bylaws changes to the full Board at least 30 days prior to anticipated action.

ARTICLE 7. FISCAL OFFICER

Section 7.1 Receipt of funds

The Coalition is authorized to receive, hold and expend funds from public and private sources for which it is eligible. In the case of funds it is not eligible to manage directly, the Coalition will delegate receipt and expenditure authority to an appropriate member agency that satisfies established eligibility requirements.

Section 7.2 Conformity of expenditures.

Expenditure of funds under the direct management of the Coalition must be consistent with (1) a budget approved by the Board; and (2) any requirements

imposed by sources of funds related to expenditure of these funds by the Coalition.

Section 7.3. Appointment.

Upon recommendation by the Chair of the Board, the Coalition shall annually appoint a Fiscal Officer. This person may or may not be a member of the Board. However, they shall be directly associated with the member agency which maintains the majority of Coalition funds and/or the principle administrative staff of the Coalition.

Section 7.3. Duties of the Fiscal Officer

- A. Preparation of an annual budget to be presented at the first Board meeting of each calendar year for approval. The Fiscal Officer shall work with the Board Chair, the Chairs Committee and individual committee chairs to develop the annual budget.
- B. Development of revenue generating options for consideration by the Board; and,
- C. Monitoring and approval of expenditures of the Coalition consistent with the adopted budget.